

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
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Gawker Media LLC, et al.,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
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**THIRD SUPPLEMENTAL DECLARATION OF GREGG M. GALARDI IN
SUPPORT OF DEBTORS' APPLICATION FOR ENTRY OF AN
ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
ROPES & GRAY LLP AS ATTORNEYS FOR THE DEBTORS AND DEBTORS IN
POSSESSION EFFECTIVE NUNC PRO TUNC TO THE PETITION DATE**

I, Gregg M. Galardi, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury that the following is true and correct to the best of my knowledge:

1. I am a partner of the firm of Ropes & Gray LLP ("Ropes & Gray"), which maintains offices at 1211 Avenue of the Americas, New York, New York 10036. I am the lead attorney from Ropes & Gray working on the above-captioned chapter 11 cases (the "Chapter 11 Cases"). I am a member in good standing of the Bar of the State of New York, and I have been admitted to practice in the United States Bankruptcy Court for the Southern District of New York. There are no disciplinary proceedings pending against me.

2. On June 20, 2016, the Debtors (as defined below) filed the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tun to the Petition Date*

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.'s offices are located at Andrassy ut 66. 1062 Budapest, Hungary.

[Docket No. 57] (the “Retention Application”).² In support of the Retention Application, the Debtors submitted the *Declaration of Gregg M. Galardi in Support of the Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date* (the “Original Declaration”), which was attached to the Retention Application as Exhibit B.

3. On July 6, 2016, I submitted a supplemental declaration (the “First Supplemental Declaration”) on behalf of Ropes & Gray to supplement the Original Declaration.

4. On July 14, 2016, the Court entered the *Order Authorizing the Employment and Retention of Ropes & Gray LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date* [Docket No. 101] (the “Retention Order”), which authorized the employment and retention of Ropes & Gray as counsel to Gawker Media LLC, Gawker Media Group, Inc. and Kinja Kft., as debtors and debtors in possession (collectively, the “Debtors”), in the Chapter 11 Cases.

5. On July 21, 2016, I submitted a second supplemental declaration (the “Second Supplemental Declaration” and together with the Original Declaration and the First Supplemental Declaration, the “Galardi Declarations”) on behalf of Ropes & Gray to supplement the Original Declaration and the First Supplemental Declaration.

6. This declaration (the “Third Supplemental Declaration”) further supplements the Galardi Declarations. Except as otherwise indicated herein, I have personal knowledge of the matters set forth herein.³

² Capitalized terms used herein, but not otherwise defined, shall have the meanings ascribed in the Retention Application.

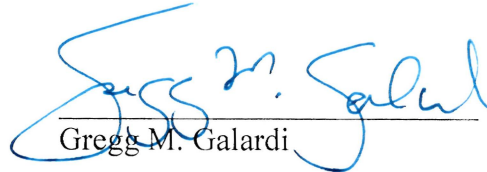
³ Certain of the disclosures provided herein relate to matters within the knowledge of attorneys of Ropes & Gray and are based on information provided by them.

Reconciliation of Prepetition Invoices

7. Since submitting the Galardi Declarations, and in accordance with the Retention Order and Engagement Letter, Ropes & Gray submitted its final invoice for prepetition services to the Debtors in the amount of \$320,277.62. As previously disclosed in the Galardi Declarations, as of the Petition Date, Ropes & Gray held on-account cash in the amount of approximately \$279,000.00 (the "Prepetition Retainer"). In accordance with the Retention Order and the Engagement Agreement, after deducting for the balance of the \$100,000 credit owed to the client and applying the required discount for fees, the balance of the Prepetition Retainer was \$89,625.23 as of the Petition Date. Pursuant to the Retention Order, Ropes & Gray retained this amount as a postpetition retainer to be applied in accordance with the Retention Order.

I declare under penalty of perjury under the laws of the United States of America that, to the best of my knowledge, information, and belief, and after reasonable inquiry, the foregoing is true and correct.

Dated: August 19, 2016



Gregg M. Galardi